

## MATERIAL CHANGE NOTICE SUBMISSION DETAILS

MCN Number	2025-09-20-1415
OHCA Review Start Date	January 14, 2026
Anticipated date (unless tolled per regulation) by which OHCA could waive cost and market impact review	March 2, 2026
Anticipated date (unless tolled per regulation) by which OHCA could determine cost and market impact review required	March 16, 2026

## SUBMITTER

### HEALTH CARE ENTITY CONTACT FOR PUBLIC INQUIRY

Title	CEO/President
First Name	Patty
Last Name	Maysent
Email Address	pmaysent@health.ucsd.edu
Street Address	9300 Campus Point Drive
City	La Jolla
State	CA
Postal Code	92037

### GENERAL

Business Name	UC San Diego Health
Website	<a href="https://health.ucsd.edu/">https://health.ucsd.edu/</a>
Ownership Type	Other Ownership
Other Ownership	constitutional corporation subdivision
Tax Status	For-profit
Federal Tax ID	33-0599494
Description of Submitting Organization	<p>UC San Diego Health ("UCSDH") is an administrative subdivision of The Regents of the University of California, a California constitutional corporation ("The Regents"), and is an affiliate of the University of California, San Diego, another administrative subdivision of The Regents. UCSDH does not fit neatly within the "health care entity" classification as defined in 22 CCR § 97431(g). Rather, it essentially functions as a general umbrella/de facto holding company for various discrete health care operations, including affiliated providers and hospitals in San Diego County. UCSDH's affiliates/affiliated operations consist of various affiliated providers, including the discrete facilities of UCSD Health – Jacobs Medical Center, UCSD Health – Hillcrest Medical Venter, and UCSD Health – East Campus Medical Center (f/k/a Alvarado Hospital).</p> <p>UCSDH's medical center affiliates, if considered in the aggregate, generated the following revenues:</p> <ul style="list-style-type: none"> <li>FY24 = \$3,722,660,000</li> </ul>

	<ul style="list-style-type: none"> <li>• FY23 = \$3,256,388,000</li> <li>• FY22 = \$3,061,725,000</li> </ul>
Health Care Provider	Yes
For Providers: Desc. of Capacity or Patients served in California	See above description of UCSDH's operations. As noted above, UCSDH does not fit neatly within the "health care entity" classification as defined in 22 CCR § 97431(g). Accordingly, UCSDH itself is only selecting "yes" under this prompt, the prompts in Section 1 Thresholds for Filing and the prompts in Section 2 Circumstances for Filing to complete and submit this notice, in the interest of transparency and as a courtesy to OHCA.
For Payers: Enrollees per county	

## LOCATIONS

Counties	San Diego
California licenses and numbers	N/A
Other States Served	None
Other state(s) licenses and numbers	N/A
Primary Languages used when providing services	English; Arabic; Chinese; Farsi; Russian; Spanish; Vietnamese; Other
Other language if not listed above	Haitian Creole, Mandarin.

## MATERIAL CHANGE

### ADDITIONAL ENTITIES

Business Name	Description of the Organization	Ownership Type	Additional MCN Submission

### CRITERIA

A health care entity with annual revenue, as defined in <a href="#">section 97435(d)</a> , of at least \$25 million or that owns or controls California assets of at least \$25 million, or;	Yes
A health care entity with annual revenue, as defined in <a href="#">section 97435(d)</a> , of at least \$10 million or that owns or controls California assets of at least \$10 million and is a party to a transaction with any health care entity satisfying subsection (b)(1), or	Yes
A health care entity located in a designated primary care health professional shortage area in California, as defined in Part 5 of Subchapter A of Chapter 1 of Title 42 of the Code of Federal Regulations (commencing with section 5.1), available at <a href="http://data.hrsa.gov">data.hrsa.gov</a> . To determine if you are located in a primary health care professional shortage area, please visit <a href="#">here</a>	No

### CIRCUMSTANCES FOR FILING

The proposed fair market value of the transaction is \$25 million or more and the transaction concerns the provision of health care services.	Yes
The transaction involves the formation of a new health care entity, affiliation, partnership, joint venture, or parent corporation for the provision of health care services in California that is projected to have at least \$25 million in California-derived annual revenue at normal or stabilized levels of utilization or operation, or transfer of control of California assets related to the provision of health care services valued at \$25 million or more	Yes

## TRANSACTION DETAILS

Anticipated Date of Transaction Closure	12/31/2025
Description of the Transaction	Please see transaction description contained in corresponding material change transaction filing by Palomar Health.
Submitted to US Department of Justice or Federal Trade Commission?	No
Submitted to Other Agency?	No
Subject to court proceeding	No
Description of current services provided and expected post-transaction impacts on health care services	Please see description contained in corresponding material change transaction filing by Palomar Health.
Prior mergers or acquisitions that: (A) involved the same or related health care services; (B) involved at least one of the entities, or their parents, subsidiaries, predecessors, or successors, in the proposed transaction; and (C) were closed in the last ten years.	On October 9, 2023, The Regents of the University of California on behalf of UC San Diego Health (“UCSD Health”) entered into an Asset Purchase Agreement with Alvarado Hospital LLC (“Seller”) to acquire substantially all of the assets associated with Alvarado Hospital Medical Center (the “Hospital”), including the tangible assets, the associated parking garage and real property. Prime joined the Asset Purchase Agreement for limited purposes, including guaranteeing the indemnification obligations of the Seller under the Asset Purchase Agreement. The closing of this transaction occurred on December 11, 2023 (the “Closing Date”). Effective as of the Closing Date, the Hospital has operated under UCSD Health’s acute care hospital license, Medicare, and Medi-Cal provider numbers. On the Closing Date, there was no disruption in the services provided to patients of the Hospital. Further, the Asset Purchase Agreement provided, the transaction, in and of itself, shall not affect or change the medical staff privileges held by members of the

	medical staff of the Hospital who were in good standing as of the Closing Date.
Description of Potential Post Transaction Changes	Please see description contained in corresponding material change transaction filing by Palomar Health.
Description of the nature, scope, and dates of any pending or planned material changes occurring between the Submitter and any other entity, within the 12 months following the date of the notice	Please see description contained in corresponding material change transaction filing by Palomar Health.

**Supplemental Information for MCN Submission # 2025-11-13-1448**

UC San Diego Health is San Diego County's only academic health system. It cares for the sickest and most complex patients from across the San Diego region and beyond while conducting research to advance medicine, and train the next generation of physicians. It cares for all members of the community and has a comprehensive contracting approach that incorporates all major commercial health plans (HMO/PPO), Medicare HMO health plans, and Medi-Cal HMO health plans.

The health system is supported by more than 1,500 employed physicians and scientists while the broader UC San Diego Health Physician Network consists of over 1,000 affiliated community providers across the region. The system is supported by a staff of approximately 13,500 team members (not including physicians).

**Organizational Details for UC San Diego Health La Jolla Campus**

The La Jolla Campus of UC San Diego Health serves all of San Diego County with a higher proportion of patients coming from the north-central San Diego region. The Campus is comprised of three licensed inpatient facilities – Jacobs Medical Center (245 licensed beds), Thornton Pavilion (119 licensed beds) and Sulpizio Cardiovascular Center (54 licensed beds) for a total of 418 licensed beds. Additionally, the campus contains the Moores Comprehensive Cancer – the region's only NCI-designated cancer center, the Shiley Eye Institute, and a range of advanced ambulatory services in the Koman Family Outpatient Pavilion and Perelman Pavilion.

The La Jolla Campus has 60 intensive care beds, 50 emergency bays, 25 operating rooms, 6 cath/EP labs, 15 procedural suites (IR, GI/Pulmonary). The labor and delivery unit consists of 49 obstetrics beds with 52 NICU beds.

The La Jolla campus is highly utilized, with most beds units averaging 90-95% utilization (an average daily census over 400 patients). High quality care is maintained by carefully managing patient flow through the Emergency Department and utilizing all available overflow units. There were 46,241 emergency department visits and 26,193 inpatient discharges at the La Jolla campus in the past 12 months ending October 2025.

The Jacobs Medical Center and La Jolla campus is a regional transplant center for heart, lung, liver, and kidneys. It has a Level III NICU, a Comprehensive Stroke Center and provides Cardio Rehabilitation. The Sulpizio Cardiovascular Center is a global leader in pulmonary thromboendarterectomy and balloon pulmonary angioplasty. The Shiley Eye Institute provides leading care in sub-specialties through the Jacobs Retina Center, the Hamilton Glaucoma Center and the Viterbi Family Vision Center.

**Organizational Details for UC San Diego Health Hillcrest Campus**

The Hillcrest Campus site serves all of San Diego County and the local Hillcrest community, one of the most diverse in the region. The Hillcrest Campus clinical delivery facilities consistent mainly of Hillcrest Medical Center with 381 licensed beds, and the McGrath Outpatient Pavilion, a 251,000 square feet comprehensive ambulatory hub.

Hillcrest Medical Center had 13,650 inpatient discharges in the past 12 months ending October 2025. The medical center had 48,612 emergency room visits in the past 12 months ending October 2025. The Hillcrest Medical Center is a Level I Trauma Center, a Regional Burn Center, and a Comprehensive Stroke Center. It has 40 Emergency Department bays, 14 operating rooms, 2 cath labs, 3 endoscopy suites and 10 other procedure rooms. There are 41 intensive care capable beds along with a labor and delivery suite that has 9 ante/post-partum beds along with 16 NICU beds.

The McGrath Outpatient Pavilion is a comprehensive outpatient ambulatory center with comprehensive cancer care (24 dedicated exam rooms, 48 infusion chairs and a Linear Accelerator), multi-specialty clinic of 92 exam rooms, 10 operating rooms and 7 procedure rooms supporting eleven different clinical specialties.

### **Organizational Details for UC San Diego Health East Campus Medical Center**

The East Campus Medical Center is a full-service acute hospital and serves eastern San Diego, La Mesa, El Cajon and the College East area. It has 302 licensed inpatient beds (166 active & staffed), a 21 bay emergency department, 8 ORs, 2 Cath labs and 3 GI suites. Within the licensed bed count are 30 inpatient Behavioral Health Beds which are an anchor for the development of the Comprehensive Behavioral Health Hub (both inpatient and outpatient services) that will serve all of San Diego County.

East Campus Medical Center had 5,730 inpatient discharges and 36,642 emergency department visits in the past 12 months ending October 2025. The East Campus Medical Center has had increasing utilization since acquisition in late 2023. The Behavioral Health unit runs at near 100% capacity on a regular basis. The medical / surgical units have increased utilization since acquisition, nearing 50% of the currently staffed beds with continued growth projected.